

0180662 040  
Chicago and NorthWestern  
Railway Company



June 20, 1995

RECORDATION NO. 15315-E  
FILED 1425  
JUN 21 1995 - 2 00 PM  
INTERSTATE COMMERCE COMMISSION

A-12969-A  
A-420

165 N. Canal St.  
Chicago, Illinois 60606

Office of the Secretary  
312.559.6156

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, DC 20433

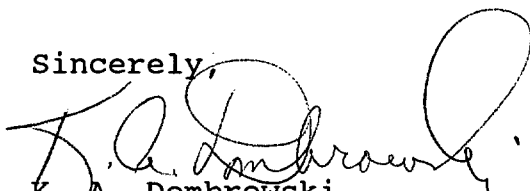
Re: Conditional Sale Agreement Dated as of September 15, 1987 between North Western Leasing Company and Chicago and North Western Transportation Company, recorded September 23, 1987 and assigned Recordation No. 1 5315 and Agreement and Assignment dated September 15, 1987 between North Western Leasing Company and LaSalle National Bank, recorded September 23, 1987 and assigned Recordation No. 1 5315-A

Dear Mr. Strickland:

Pursuant to Section 11303 of the Interstate Commerce Act, enclosed for recordation in connection with the above-referenced agreements are five (5) counterparts of Partial Release and Bill of Sale dated June 15, 1995 covering one 50-foot, 70-ton cushion underframe boxcar bearing identification number CNW 161377.

Enclosed is a check to cover the recording fee. Please assign a sequential recordation number to the Partial Release and Bill of Sale, keep one counterpart for your files and return to me the remaining counterparts, each showing the recordation data.

Sincerely,

  
K. A. Dombrowski  
Assistant Secretary

Enclosures

RECEIVED  
OFFICE OF THE  
SECRETARY  
JUN 21 1 53 PM '95  
LICENSING BRANCH



Interstate Commerce Commission  
Washington, D.C. 20423-0001

6/21/95

Office Of The Secretary

K. A. Dombrowski  
Assistant Secretary  
Chicago and NorthWestern Railway Company  
165 North Canal Street  
Chicago, Illinois 60606

Dear

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 6/21/95 at 2:00PM , and assigned recordation number(s). 15315-E.

Sincerely yours,

Vernon A. Williams  
Secretary

Enclosure(s)

(0100662040)

\$ 21.00 The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid and in no way indicates acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

RECORDATION NO. 15315-E FILED 1425

JUN 21 1995 - 2 00 PM

INTERNATIONAL COMMERCIAL COMMISSION

Counterpart No. 2 of 6

A-12969-A  
A-420

**PARTIAL RELEASE AND BILL OF SALE**

WHEREAS, under the terms of CONDITIONAL SALE AGREEMENT dated as of September 15, 1987, between NORTH WESTERN LEASING COMPANY, a Delaware corporation (hereinafter called "Seller") and CHICAGO AND NORTH WESTERN TRANSPORTATION COMPANY, a Delaware corporation, now known as CHICAGO AND NORTH WESTERN RAILWAY COMPANY (hereinafter called "Railroad"), Seller agreed to sell and deliver to the Railroad and Railroad agreed to purchase railroad equipment (hereinafter referred to as the "Equipment") described on Schedule A, attached to the Conditional Sale Agreement; and

WHEREAS, under the terms of AGREEMENT AND ASSIGNMENT dated as of September 15, 1987, between Seller and LA SALLE NATIONAL BANK (hereinafter referred to as "Assignee"), Seller assigned, transferred and set over all right, title and interest under the aforesaid Conditional Sale Agreement and all right, title and interest to said Equipment to Assignee; and

WHEREAS, under the terms of the Assignment Agreement dated as of December 15, 1988 between Assignee and ALGEMENE BANK NEDERLAND N.V. (the "New Assignee") Assignee assigned all of its rights and delegated its obligations under the Agreement and Assignment and Conditional Sale Agreement, both dated as of September 15, 1987, to New Assignee; and

ABN AMRO  
BANK N.V.  
formerly  
known as

WHEREAS, Assignee has received from Railroad full payment due under said Conditional Sale Agreement and Agreement and Assignment and the conditions and obligations of Railroad with respect to one (1) 50-foot, 70-ton cushion underframe boxcar bearing identification number CNW 161377 (hereinafter referred to as the "Released Equipment"), and the conditions and obligations of Railroad with respect to the Released Equipment has been satisfied in full;

NOW, THEREFORE, Assignee and New Assignee, in consideration of the sum of ONE DOLLAR (\$1.00) to it in hand paid by Railroad and New Assignee, the receipt whereof is hereby acknowledged, DOES HEREBY SELL, ASSIGN, CONVEY, TRANSFER AND SET OVER TO CHICAGO AND NORTH WESTERN RAILWAY COMPANY, the Released Equipment, TO HAVE AND TO HOLD the Released Equipment unto CHICAGO AND NORTH WESTERN RAILWAY COMPANY, its successors and assigns forever; free and clear of all liens, encumbrances and security interests created by or arising under the above mentioned Conditional Sale Agreement and Agreement and Assignment.

Assignee and New Assignee does hereby covenant that it has not done anything whereby the Released Equipment hereby conveyed is or may be in any manner encumbered or charged; that the Released Equipment is free and clear of all liens and encumbrances of every kind and nature whatsoever created by Assignee or New Assignee or arising out of any act, obligation or liability on its part. The Assignee and New Assignee hereby authorizes removal from the

Released Equipment of any and all ownership plates and other markings of Assignee and New Assignee.

IN WITNESS WHEREOF, both LA SALLE NATIONAL BANK and <sup>ABN AMRO BANK N.V. formerly known as</sup> ALGEMENE BANK NEDERLAND, N.V. has caused this instrument to be executed in their respective corporate names by one of their respective Vice Presidents and its respective corporate seal to be hereunto affixed and attested by one of its respective Banking Officers, this 15 day of June, A.D. 1995.


LA SALLE NATIONAL BANK

By: 

Senior Vice President

(SEAL)

ATTEST:

  
\_\_\_\_\_

ABN AMRO BANK N.V.  
formerly known as


ALGEMENE BANK NEDERLAND N.V.

By:  

Title: ROBERT C. SMOLKA Renate Stolzer  
GROUP VICE PRESIDENT Assistant Vice President

(SEAL)

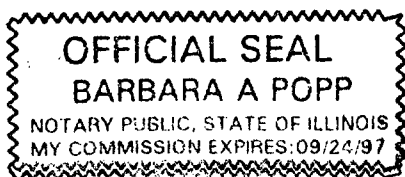
ATTEST:

  
\_\_\_\_\_

STATE OF Illinois )  
COUNTY OF Cook )

SS:

On this 15 day of June, 1995, before me personally appeared John Stanger and \_\_\_\_\_ to me personally known, who, being by me duly sworn, says that ~~they are~~ <sup>he or she is</sup> respectively, a <sup>Senior</sup> Vice President and a ~~Banking Officer~~ of LA SALLE NATIONAL BANK, a corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



(NOTARY SEAL)

Barbara A. Popp  
Notary Public

My Commission Expires

9-24-97

STATE OF Illinois )  
COUNTY OF Cook )

SS:

On this 15 day of June, 1995, before me personally appeared Robert C. Smolka and Renate Stolzer to me personally known, who, being by me duly sworn, says that they are, <sup>Group</sup> respectively, a Vice President and <sup>an Assistant Vice President</sup> a ~~Banking Officer~~ of <sup>ABN AMRO BANK N.V. formerly known as</sup> ALGEMENE BANK NEDERLAND N.V., a corporation, that the seal affixed to the foregoing instrument is the corporate seal of said corporation; that said instrument was signed on behalf of said corporation by authority of its Board of Directors, and they acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.



(NOTARY SEAL)

Barbara A. Popp  
Notary Public

My Commission Expires

9-24-97

Chicago and North Western  
Railway Company



March 2, 1995

File: A-12969-A  
EOC: A-420

165 N. Canal St.  
Chicago, Illinois 60606

Office of the Secretary  
312.559.6156

Mr. Sidney Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, DC 20423

RE: Conditional Sale Agreement dated as of September 15, 1987, between North Western Leasing Company and Chicago and North Western Transportation Company and Agreement and Assignment dated as of September 15, 1987, between North Western Leasing Company and LaSalle National Bank

ICC Recordation No.: 15315

Dear Mr. Strickland:

In connection with the above agreements, please be advised that the name of Chicago and North Western Transportation Company was changed to Chicago and North Western Railway Company effective May 6, 1994, pursuant to the Certificate of Amendment of Restated Certificate of Incorporation of Chicago and North Western Transportation Company filed with the State of Delaware on May 5, 1994.

Sincerely,

K. A. Dombrowski  
Assistant Secretary

STATE OF ILLINOIS )  
COUNTY OF COOK ) SS.

On this 2nd day of March, 1995, before me personally appeared K. A. Dombrowski, to me personally known, who, by me being duly sworn, says that she is Assistant Secretary of Chicago and North Western Railway Company and that the foregoing instrument was signed on behalf of said corporation by authority of its board of directors, and she acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

My commission expires: April 12, 1995

